

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

RESIDENTIAL CAPITAL, LLC, *et al.*

Debtors.

Case No. 12-12020 (MG)

Jointly Administered

**ORDER CLARIFYING ORDER APPROVING FINAL APPLICATION FOR FEES AND
EXPENSES OF MORRISON COHEN LLP**

On June 21, 2014, the Court entered an order (the “Order,” ECF Doc. # 7198) approving Morrison Cohen, LLP’s (“Morrison Cohen”) *Final Fee Application* (“Fee Application,” ECF Doc. # 6555) on a final basis, for final fees in the amount of \$4,195,226.42 and expenses in the amount of \$105,425.95. These amounts include fees and expenses for five interim periods, for professional services rendered and expenses incurred between May 14, 2012, and December 17, 2013 (the “Final Fee Period”). The Order also approved fees granted in the fifth interim period, for professional services rendered and expenses incurred by Morrison Cohen between September 1, 2013 and December 17, 2013 (the “Fifth Interim Period”); those fees and expenses were approved as follows: fees in the amount of \$638,785.92 and expenses in the amount of \$11,332.41. The Court also released holdbacks from prior interim periods in the amount of \$251,220.30.

The docket entry notes that fees in the amount of \$4,195,226.42 and expenses in the amount of \$105,425.95 were to be awarded to Morrison Cohen for its Fee Application. This is the correct amount for the Final Fee Period, but the docket should only include the amounts awarded in the Fifth Interim Period. It is therefore hereby **ORDERED** that

Morrison Cohen's fees for the Fifth Interim Period are **APPROVED** as follows: **fees in the amount of \$890,006.22 and expenses in the amount of \$11,332.41**, as set forth on "Schedule A" and Schedule "B" annexed to this order; and it is further

ORDERED, that the Debtors are authorized and directed to pay or cause to be paid, to the extent not previously paid, the amounts fixed and awarded hereby to each of the professionals as set forth on the annexed Schedules; and it is further

ORDERED, that the terms and conditions of this Order shall be immediately effective and enforceable upon its entry; and it is further

ORDERED, that this Court shall retain jurisdiction to hear and determine all matters arising from or related to the implementation, interpretation and/or enforcement of this Order; and it is further

ORDERED, that the Debtors are authorized to take all actions necessary to effectuate the relief granted pursuant to this Order; and it is further

ORDERED, that the docket entry for ECF Doc. # 7198 be corrected to note the fees and expenses approved for the Fifth Interim Period.

IT IS SO ORDERED.

Dated: July 14, 2014
New York, New York

/s/Martin Glenn
MARTIN GLENN
United States Bankruptcy Judge

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CURRENT INTERIM FEE PERIOD**9/01/2013 through 12/17/2013¹****Schedule A****Interim Fee Applications**

(1) Applicant	(2) Date/ Document Number of Application	(3) Interim Period Covered by Application	(4) Interim Fees Requested on Application	(5) Interim Fees Allowed	(6) Holdback to be Released for Current Fee Period ²	(7) Fees to be Paid for Prior Fee Period(s), if any (<i>i.e.</i> Holdback Release)	(8) Total Fees to be Paid ³	(9) Interim Expenses Requested	(10) Interim Expenses Allowed
Debtors' Professionals									
Morrison Cohen LLP	3/3/2014 [Dkt. No. 6555]	9/1/2013 – 12/17/2013	\$656,310.00	\$638,785.92	\$113,597.92	\$251,220.30	\$890,006.22	\$11,472.41	\$11,332.41

DATE ON WHICH ORDER WAS SIGNED: July 14, 2014INITIALS: MG USBJ¹ Except as otherwise noted in column 3.² Reflects reductions in fees and expenses initially requested, which have been subtracted from holdbacks being released.³ This column does not necessarily reflect actual amounts due and payable, which may differ depending on whether initial payments were made on subsequently reduced applications, whether monthly invoices were submitted to the Debtors in accordance with the *Order Establishing Procedures For Interim Compensation And Reimbursement Of Expenses Of Professionals* [Dkt. No. 797] prior to filing of the applications, and other reconciling items.

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FINAL FEE PERIOD

5/14/2012 through 12/17/2013¹

Schedule B

Final Fee Applications

(1) Applicant	(2) Final Application Period	(3) Final Fees Requested	(4) Final Fees Paid	(5) Final Expenses Requested	(6) Final Expenses Paid
Debtors' Professionals					
Morrison Cohen LLP	5/14/2012 – 12/17/2013	\$4,212,750.50	\$4,195,226.42	\$105,565.95	\$105,425.95

DATE ON WHICH ORDER WAS SIGNED: July 14, 2014

INITIALS: MG USBJ

¹ Except as otherwise noted in column 3.